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June 5, 2018

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, DC 20554

Re: WC Docket No. 17-365

Domestic Section 214 Application Filed for the Transfer of Control of Peoples Mutual Telephone Company ("PMTTC") and Peoples Mutual Long Distance Company ("PMLDC") (collectively, "Consolidated") to RiverStreet Management Services, LLC ("RiverStreet") (the "Peoples Mutual Application") (Consolidated and RiverStreet collectively, the "Parties")

WC Docket No. 18-94

Domestic Section 214 Application Filed for the Transfer of Control of Ellerbe Telephone Company, Inc. to RiverStreet Management Services, LLC

WC Docket No. 18-95

Section 214 Application Filed for the Transfer of Control of Tri-County Telephone Membership Corporation to Wilkes Telephone Membership Corporation ("Wilkes")

Notice of Ex Parte Meeting

Dear Madam Secretary:

On June 1, 2018, Alexander Minard, Suzanne Yelen, Jodi May Donovan, Dennis Johnson, and Joseph Sorresso of the Wireline Competition Bureau ("WCB") met with RiverStreet's and Wilkes's counsel, Sylvia Lesse of Communications Advisory Counsel, LLC and Daniel Higgins of Burns, Day & Presnell, PA, and their financial advisors, Steven Meltzer, John Kuykendall and Christine Duncan of John Staurulakis, Inc., along with Consolidated's Michael Skrivan and its counsel, Brett Ferencak of Morgan, Lewis & Bockius LLP. RiverStreet and Consolidated representatives participated telephonically, as did Mr. Johnson. The purpose of the meeting was to clarify the Parties' post-transactional responsibilities

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regarding PMTC's receipt of CAF I funding and deployment obligations.¹ The Parties confirmed that RiverStreet is contractually bound to and shall assume full responsibility for such obligations after the transaction closes. The attached certificate is provided to formalize that commitment.

The participants also discussed the application of the *ComSouth* Decision² to average schedule companies affiliated or to be affiliated with RiverStreet. The Parties emphasize, however, that the Peoples Mutual Application should be decided expeditiously on its merits, separate and apart from any issues that may be unique to the other pending RiverStreet applications. The need for prompt action on the Peoples Mutual Application is critical, as there is an interrelationship between the lender's funding of the PMTC acquisition transaction and that lender's funding of other ongoing projects, the latter of which are being held until the PMTC acquisition transaction closes.

Respectfully submitted,

/s/ Sylvia Lesse
Sylvia Lesse
Counsel for RiverStreet

cc: (via email)

Alexander Minard (WCB)
Suzanne Yelen (WCB)
Jodie May Donavan (WCB)
Dennis Johnson (WCB)
Joseph Sorresso (WCB)
Daniel Higgins
Michael Skrivan
Brett P. Ferencak
Steven Meltzer
John Kuykendall
Christine Duncan

¹ *Wireline Competition Bureau Commences Limited Connect America Phase I Challenge Process Regarding Previously Unidentified Census Blocks Served by FairPoint Communications, Inc.*, WC Docket No. 10-90, Public Notice, DA18-433 (WCB Apr. 26, 2018).

² *In the Matter of Joint Application of W. Mansfield Jennings Limited Partnership and Hargray Communications Group, Inc. for Consent to the Transfer of Control of ComSouth Corporation Pursuant to Section 214 of the Communications Act of 1934*, WC Docket No. 18-52, Memorandum Opinion and Order, FCC 18-62 (May 11, 2018) (the "ComSouth Decision").

CERTIFICATION
PEOPLES MUTUAL TELEPHONE COMPANY
and
RIVERSTREET MANAGEMENT SERVICES, LLC

The undersigned, being duly authorized to make the representations contained herein on behalf of their respective organizations, do hereby declare under penalty of perjury that Peoples Mutual Telephone Company ("PMTc") shall remain fully responsible for all obligations arising from the Connect America Fund ("CAF"), including support and deployment requirements. Specifically, once RiverStreet Management Services, LLC ("RiverStreet") closes on the transaction that is the subject of WC Docket No. 17-365, RiverStreet, as the parent of PMTC, shall bear ultimate responsibility for all PMTC funding (including liability for duly-assessed refund requirements) and deployment obligations associated with CAF funding. The Parties shall ensure that PMTC retains or maintains access to all records and documents necessary to support this commitment.

RIVERSTREET MANAGEMENT SERVICES, LLC

By: 

Eric S. Cramer
Its Manager

Date: 6/5/2018

CONSOLIDATED COMMUNICATIONS HOLDINGS, INC. ("CCHI")

By: 

Michael J. Shultz
Its Vice President, Regulatory Policy

On behalf of CCHI's subsidiary, Peoples Mutual Telephone Company

Date: 6/5/18